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Hearing Date: August 27, 2015
@ 10:00 a.m.

Objections, if any: August 20, 2015
@ 4:00 p.m.

Proposed Attorneys for the Debtor and Debtor-in-Possession

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re: : Chapter 11
: :
CANAL ASPHALT, INC., : Case No. 7:15-bk-23094 (RDD)
: :
Debtor. :
-----X

**NOTICE OF DEBTOR'S MOTION SEEKING ENTRY OF AN ORDER
PURSUANT TO SECTIONS 105(A), 363(B), 363(F), 363(M) 365, 1129 AND 1146
OF THE BANKRUPTCY CODE APPROVING PRIVATE SALE OF DEBTOR'S
ASPHALT PLANT AND RELATED ASSETS FREE AND CLEAR OF ALL LIENS,
CLAIMS, ENCUMBRANCES AND INTERESTS**

PLEASE TAKE NOTICE that upon the annexed motion, and the exhibits attached thereto (the "Motion"), Canal Asphalt, Inc., the debtor and debtor-in-possession (the "Debtor" or "Canal"), by and through its proposed attorneys, Goetz Fitzpatrick LLP, will move before the Honorable Robert D. Drain, United States Bankruptcy Judge, at the United States Bankruptcy Court, Southern District of New York, located at 300 Quarropas Street, White Plains, New York 10601 on **August 27, 2015 at 10:00 a.m.** or as soon thereafter as counsel may be heard, for entry of an order pursuant to Sections 105(a), 363, 365, 1129 and 1146 of Title 11 of the United States Code, 11 U.S.C. §§ 101 et seq., and Rules 2002, 6004, 6006 and 9014 of the Federal Rules of Bankruptcy Procedure (i) authorizing and approving the private sale (the "Sale") of the Debtor's asphalt plant located at 800 Canal Street, Mount Vernon, New York (the "Canal Plant")

and certain property and other assets related thereto (collectively, the “Purchased Assets”), free and clear of all liens, claims, encumbrances and interest of any kind, (ii) authorizing and approving the Asset Purchase Agreement among the Debtor, Gaia Development, LLC, and Thalle Industries Inc. annexed as Exhibit “B” to the Motion, (iii) finding the proposed purchaser to be a good faith purchaser with the meaning of 11 U.S.C. § 363(m); and (iv) granting related relief.

PLEASE TAKE FURTHER NOTICE that any responses or objections to the Motion must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court, and shall be filed with the Bankruptcy Court electronically by registered users of the Bankruptcy Court’s case filing system (with a hard copy delivered directly to Chambers), and shall be served upon proposed counsel to the Debtor, Goetz Fitzpatrick LLP, One Penn Plaza, 31st Floor, New York, New York 10119, Attention: Gary M. Kushner, Esq., in order that they be received in hand by no later than 4:00 p.m. on August 20, 2015.

Dated: New York, New York
August 4, 2015

Goetz Fitzpatrick LLP
*Proposed Attorneys for the Debtor and
Debtor-in-Possession*

By: /s/Gary M. Kushner
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To the Persons and Entities on the Annexed Service List